

LIMITED LIABILITY COMPANY AUTHORIZATION RESOLUTION

Flint Community Bank
PO BOX 70878, 2910 Meredyth Drive
Albany, GA 31708

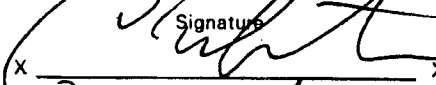
By: ALBANY LIMITED PARTNERSHIP MANAGEMENT, LLC
3729 GA HIGHWAY 33 S
SYLVESTER, GA 31791

Referred to in this document as "Financial Institution"

Referred to in this document as "Limited Liability Company"

I, CHRISTOPHER W. WHITMAN, certify that I am a Manager or Designated Member of the above named Limited Liability Company organized under the laws of GEORGIA, Federal Employer I.D. Number 46-0635155, engaged in business under the trade name of ALBANY LIMITED PARTNERSHIP MANAGEMENT, LLC, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of all members of the Limited Liability Company or the person or persons designated by the members of the Limited Liability Company to manage the Limited Liability Company as provided in the articles of organization or an operating agreement, duly and properly called and held on 02/08/13 (date). These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

AGENTS Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature	Facsimile Signature (if used)
A. <u>CHRISTOPHER W. WHITMAN, SOLE MEMBER/ MA</u>	X 	X
B. <u>REBECCA E. WHITMAN, AUTHORIZED SIGNER</u>	X <u>Rebecca Whitman</u>	X
C. _____	X _____	X _____
D. _____	X _____	X _____
E. _____	X _____	X _____
F. _____	X _____	X _____

POWERS GRANTED (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate A, B, C, D, E, and/or F	Description of Power	Indicate number of signatures required
<u>A</u>	(1) Exercise all of the powers listed in this resolution.	<u>See Below</u>
	(2) Open any deposit or share account(s) in the name of the Limited Liability Company.	<u>1</u>
<u>B</u>	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	<u>1</u>
	(4) Borrow money on behalf and in the name of the Limited Liability Company, sign, execute and deliver promissory notes or other evidences of indebtedness.	<u>1</u>
	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Limited Liability Company as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	<u>1</u>
	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	<u>1</u>
	(7) Other _____	_____

LIMITATIONS ON POWERS The following are the Limited Liability Company's express limitations on the powers granted under this resolution.

EFFECT ON PREVIOUS RESOLUTIONS This resolution supersedes resolution dated 08/13/12. If not completed, all resolutions remain in effect.

CERTIFICATION OF AUTHORITY

I further certify that the Managers or Designated Members of the Limited Liability Company have, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions on page 2 and to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

In Witness Whereof, I have subscribed my name to this document and affixed the seal, if any, of the Limited Liability Company on 02/08/13 (date).

United States v. Whitman, McCarty & Newell

1:14-CR-0001-WLS-TQL

Detention Hearings (Jan. 26-27, 2014)

E U.S. Dept. of Justice, Public Integrity Section

Trial Attorneys Richard Evans & J.P. Cooney

Government Exhibit No. 201-CW

Attest by One Other Manager or Designated Member Manager or Designated Member

n LLC-1 5/1/2003

(page 1 of 2)

AMENDED AND RESTATED
OPERATING AGREEMENT
OF
ALBANY LIMITED PARTNERSHIP MANAGEMENT, LLC

This Agreement is intended to be a written Operating Agreement, pursuant to OFFICIAL CODE OF GEORGIA ANNOTATED ("O.C.G.A.") §14-11-101(18).

WITNESSETH:

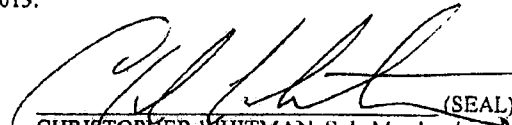
ARTICLE I

Sole Member. The sole member of ALBANY LIMITED PARTNERSHIP MANAGEMENT, LLC, a Georgia limited liability company (the "Company") is CHRISTOPHER WHITMAN (the "Member").

ARTICLE II

Management. Pursuant to O.C.G.A. §14-11-304, the management of the Company shall be vested in CHRISTOPHER WHITMAN (the "Manager").

IN WITNESS WHEREOF, the Member has executed this Agreement as of the 8th day of February, 2013.



CHRISTOPHER WHITMAN, Sole Member /
Manager (SEAL)

**BILL OF SALE
OF MEMBERSHIP INTEREST**

FOR VALUE RECEIVED, the undersigned LEIGH ANN FLYNN (hereinafter "Seller") hereby sells and transfers unto CHRISTOPHER WHITMAN (hereinafter "Buyer") and Buyer's successors and assigns forever, the following Membership Interest:

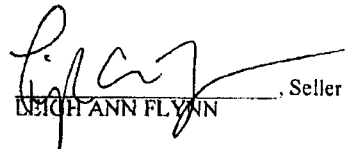
Limited Liability Company Name: ALBANY LIMITED PARTNERSHIP
MANAGEMENT, LLC

Percentage Interest Transferred: 100%

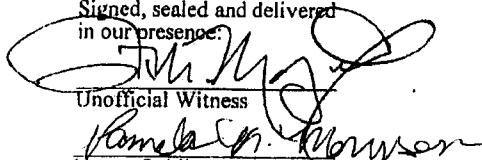

Consideration Paid: Ten Dollars (\$10.00) and other good and valuable consideration

Seller will assist Buyer in affecting a transfer of such Membership Interest on the books and records of the issuing limited liability Company.

Signed this 8th day of February, 2013


LEIGH ANN FLYNN, Seller

Signed, sealed and delivered
in our presence:


Unofficial Witness

Notary Public

My Commission Expires:

[SEAL]



STATE OF GEORGIA
COUNTY OF FULTON

ASSIGNMENT

IN CONSIDERATION for Ten Dollars (\$10.00), paid in hand, and other good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, I, Leigh Ann Flynn, do transfer, assign and convey all right, title and interest which I have in a One Hundred percent (100%) Member Interest in Albany Limited Partnership Management, LLC ("Company") to Christopher Whitman.

By: 
Leigh Ann Flynn
Date: 2-8-2013

Signed, sealed and delivered
in our presence:


Unofficial Witness

Pamela K. Morrison
Notary Public

My Commission Expires:

[SEAL]

